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20 HITACHI, LTD., HITACHI DISPLAYS, LTD.
21 (n/k/a JAPAN DISPLAY INC.), HITACHI
22 AMERICA, LTD., HITACHI ASIA, LTD.,
23 AND HITACHI ELECTRONIC DEVICES
24 (USA), INC.

25 **UNITED STATES DISTRICT COURT**
26 **NORTHERN DISTRICT OF CALIFORNIA**
27 **SAN FRANCISCO DIVISION**

28 IN RE: CATHODE RAY TUBE (CRT)
19 ANTITRUST LITIGATION

Case No. Master File No. 3:07-cv-05944-SC
MDL NO. 1917

20 This Document Relates to:

21 *All Indirect Purchaser Actions*

22 *Electrograph Systems, Inc., et al. v. Hitachi,*
23 *Ltd., et al., No. 3:11-cv-01656-SC;*

24 *Alfred H. Siegel as Trustee of the Circuit City*
25 *Stores, Inc. Liquidating Trust v. Hitachi, Ltd., et*
26 *al., No. 3:11-cv-05502-SC;*

27 *Best Buy Co., Inc., et al. v. Hitachi, Ltd., et al.,*
28 *No. 3:11-cv-05513-SC;*

DECLARATION OF ELIOT A. ADELSON IN SUPPORT OF ADMINISTRATIVE MOTION TO FILE UNDER SEAL PURSUANT TO CIVIL LOCAL RULES 79-5(d) AND 7-11 RE HITACHI DEFENDANTS' REPLY TO MOTION FOR SUMMARY JUDGMENT BASED UPON WITHDRAWAL AND THE STATUTES OF LIMITATIONS

1 *Sears, Roebuck and Co. and Kmart Corp. v.*
2 *Chunghwa Picture Tubes, Ltd., No. 3:11-cv-*
05514-SC

3 *Interbond Corporation of America, d/b/a*
4 *BrandsMart USA v. Hitachi, et al.,*
No. 3:11-cv-06275-SC;

5 *Office Depot, Inc. v. Hitachi, Ltd., et al.,*
6 No. 3:11-cv-06276-SC;

7 *CompuCom Systems, Inc. v. Hitachi, Ltd.,*
8 *et al., No. 3:11-cv-06396-SC;*

9 *Costco Wholesale Corporation v. Hitachi,*
10 *Ltd., et al., No. 3:11-cv-06397-SC;*

11 *P.C. Richard & Son Long Island Corporation, et*
12 *al. v. Hitachi, Ltd., et al., No. 3:12-cv-02648-SC;*

13 *Schultze Agency Services, LLC on behalf of*
14 *Tweeter OPCO, LLC and Tweeter Newco, LLC v.*
15 *Hitachi, Ltd., et al., No. 3:12-cv-02649-SC;*

16 *Tech Data Corporation, et al. v. Hitachi,*
17 *Ltd., et al., No. 3:13-cv-00157-SC*

1 I, Eliot A. Adelson, declare as follows:

2 1. I am an attorney licensed to practice in the State of California and the Northern
 3 District of California. I am a partner with the firm of Kirkland & Ellis LLP, and counsel for Hitachi,
 4 Ltd., Hitachi Asia, Ltd., Hitachi America, Ltd., Hitachi Displays, Ltd. (n/k/a Japan Display Inc.), and
 5 Hitachi Electronic Devices (USA), Inc. (collectively, the “Hitachi Defendants”). Except for those
 6 matters stated on information and belief, about which I am informed and which I believe to be true, I
 7 have personal knowledge of the facts stated herein and, if called as a witness, I could and would
 8 competently testify thereto.

9 2. I submit this declaration in support of Hitachi Defendants’ Administrative Motion to
 10 File Under Seal Pursuant to Civil Local Rules 79-5(d) and 7-11. I make this declaration pursuant to
 11 Civil Local Rule 79-5(d) to establish that certain documents containing Confidential and Highly
 12 Confidential information and submitted to the Court in connection with the Hitachi Defendants’
 13 Reply to Motion for Summary Judgment Based Upon Withdrawal and the Statutes of Limitations
 14 (“Withdrawal Reply”) are sealable.

15 3. On June 18, 2008, the Court approved a “Stipulated Protective Order” in this matter
 16 (Dkt. 306). On January 23, 2015, the Hitachi Defendants filed an Administrative Motion to Seal, and
 17 lodged conditionally under seal, the following documents, or portions thereof, pursuant to Civil
 18 Local Rules 7-11 and 79-5(d):

19 a. Portions of the Withdrawal Reply that contain quotations or information from
 20 documents and/or deposition testimony that certain Plaintiffs and Defendants have
 21 designated “Confidential” or “Highly Confidential”; and
 22 b. Exhibit 25 attached to the Reply Declaration of Eliot Adelson in Support of the
 23 Hitachi Defendants’ Reply to Motion For Summary Judgment Based Upon
 24 Withdrawal and The Statutes of Limitations (“Adelson Declaration”), which quote
 25 from, summarize, or are documents or deposition testimony that the Hitachi
 26 Defendants have designated “Confidential” or “Highly Confidential.”

27 4. Pursuant to Civil Local Rule 79-5(d), I make this declaration on behalf of the Hitachi
 28 Defendants to provide the basis for the Court to maintain under seal certain documents and

1 information designated by the Hitachi Defendants as "Confidential" or "Highly Confidential"
 2 pursuant to the Stipulated Protective Order, and all references to those documents and information in
 3 the Withdrawal Reply.

4 5. Exhibit 25 to the Adelson Declaration is a true and correct copy of excerpts from the
 5 March 18 and 19, 2014 Deposition of Lloyd Thomas Heiser designated by Hitachi Defendants as
 6 "Highly Confidential."

7 6. Upon information and belief, the documents and testimony referred to or contained in
 8 Exhibits 25 contain confidential, nonpublic, proprietary and highly sensitive business information
 9 about the Hitachi Defendants' sales processes, business practices, internal practices, negotiating
 10 tactics, confidential business and supply agreements and/or competitive positions. These documents
 11 describe relationships with companies that remain important to the Hitachi Defendants' competitive
 12 position. I am informed and believe that this is sensitive information and public disclosure of this
 13 information presents a risk of undermining the Hitachi Defendants' business relationships, would
 14 cause it harm with respect to its competitors and customers, and would put the Hitachi Defendants at
 15 a competitive disadvantage.

16 7. The highlighted portions of the Withdrawal Reply quote from, describe, or contain
 17 documents or information designated as "Confidential" or "Highly Confidential" by the Hitachi
 18 Defendants pursuant to the Stipulated Protective Order, including Exhibit 25 to the Adelson
 19 Declaration. I understand that Hitachi considers any statements in the Withdrawal Reply purporting
 20 to summarize the exhibits or any other documents or information designated as "Confidential" or
 21 "Highly Confidential" by the Hitachi Defendants is confidential and proprietary. I am informed and
 22 believe that the Hitachi Defendants have taken reasonable steps to preserve the confidentiality of
 23 information of the type contained, identified, or cited to in Exhibit 25 and referenced in the
 24 Withdrawal Reply.

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1 I declare under penalty of perjury under the laws of the United States of America that the
2 foregoing is true and correct.

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4 DATED: January 23, 2015

5 By: /s/ Eliot A. Adelson
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12 LTD. (n/k/a JAPAN DISPLAY INC.),
13 HITACHI AMERICA, LTD., HITACHI
14 ASIA, LTD., AND HITACHI
15 ELECTRONIC DEVICES (USA), INC.
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